IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

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In re:	Chapter 11
W.R. GRACE & CO., <u>et al</u> .,) Case No. 01-1139 (KJC)
Debtors.	Objection Deadline: March 27, 2014 at 4:00 p.m.
	Hearing: Scheduled if Necessary (Negative Notice)

NOTICE OF FILING OF SECOND MONTHLY INTERIM APPLICATION OF TOWERS WATSON, ACTUARIAL CONSULTANT TO ROGER FRANKEL, ASBESTOS PI FUTURE CLAIMANTS' REPRESENTATIVE

- TO: (1) The Reorganized Debtors; (2) Counsel to the Reorganized Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Unsecured Creditors;
 - (5) Counsel to the Official Committee of Asbestos Personal Injury Claimants;
 - (6) Counsel to the Official Committee of Asbestos Property Damage Claimants;
 - (7) Counsel to the Official Committee of Equity Holders; and
 - (8) Counsel to the Debtors-in-Possession Lender; and (9) the Fee Auditor

Towers Watson, actuarial consultant to Roger Frankel, Asbestos PI Future Claimants' Representative (the "FCR"), has filed and served its Second Monthly Application for Compensation for Services Rendered and Reimbursement of Expenses as actuarial consultant to the FCR for the time period January 1, 2014 through January 31, 2014 seeking payment of fees in the amount of \$7,392.00 (80% of \$9,240.00) and \$0.00 in expenses for a total of \$7,392.00 (the "Application").

This Application is submitted pursuant to the Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement for Expenses for Professionals and Official Committee Members signed April 17, 2002, amending the Court's Administrative Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Allowance and Payment of Monthly Interim Compensation and

Reimbursement of Expenses of Professionals, entered May 3, 2001 (collectively, the Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **March 27, 2014 at 4:00 p.m., Eastern Time.**

At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) actuarial consultants to the FCR, Jeffrey D. Kimble, Towers Watson, 101 S. Hanley Rd., St. Louis, MO 63105; (ii) co-counsel for Roger Frankel, FCR, Richard H. Wyron, Esquire, 2101 L Street, N.W., Suite 800, Washington, DC 20037, Debra L. Felder, Esquire, Orrick, Herrington & Sutcliffe LLP, 1152 15th Street, NW, Washington, DC 20005 and John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (iii) co-counsel for the Reorganized Debtors, John Donley, Esquire, and Adam Paul, Esquire, Kirkland & Ellis, LLP, 300 North LaSalle, Chicago, IL 60654 and Laura Davis Jones, Esquire, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (iv) co-counsel to the Official Committee of Unsecured Creditors, Kenneth Pasquale, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris, LLP, 222 Delaware Avenue, Suite 1600, Wilmington, DE 19801; (v) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Baena, Price & Axelrod, 1450 Brickell Avenue, 23rd Floor, Miami, FL 33131-3456 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (vi) co-counsel to the Official Committee of Asbestos Personal Injury Claimants

Elihu Inselbuch, Esquire, Rita C. Tobin, Esquire, Caplin & Drysdale, Chartered, 600 Lexington Avenue, 21st Floor, New York, NY 10022-6000 and Marla R. Eskin, Esquire, Mark T. Hurford, Esquire, Kathleen Campbell Davis, Esquire, Campbell & Levine, LLC, 222 Delaware Avenue, Suite 1620, Wilmington, DE 19801; (vii) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (viii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036; (ix) the Office of the United States Trustee, ATTN: Richard Schepecarter, Esquire, 844 N. King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801; and (x) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, 2235 Ridge Road, Suite 105, Rockwall, TX 75087.

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: March 7, 2014 By:/S/ DEBRA L. FELDER

Debra L. Felder, admitted *pro hac vice* Columbia Center 1152 15th Street, NW Washington, DC 20005 (202) 339-8400

—and—

PHILLIPS, GOLDMAN & SPENCE, P.A. John C. Phillips, Jr. (#110) 1200 North Broom Street Wilmington, DE 19806 (302) 655-4200

Counsel to Roger Frankel, Asbestos PI Future Claimants' Representative